

6965-6
7813

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*NOT A MEMBER OF D.C. BAR
*ALSO ADMITTED IN NEW YORK
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INTERSTATE COMMERCE COMMISSION

April 27, 1988

8-118A058

APR 27 1988

13:00

Ms. Noretta R. McGee
Secretary
Interstate Commerce Commission
Washington, D.C.

Dear Ms. McGee:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11303(a) are four fully executed copies of a Satisfaction and Discharge of Equipment Trust Agreement dated April 18, 1988, a secondary document as defined in the Commission's Rules for the Recordation of Documents.

The enclosed document relates to an Equipment Trust Agreement dated as of March 15, 1973 between Mercantile-Safe Deposit and Trust Company, Trustee, and ACF Industries, Incorporated, which was duly filed and recorded on March 22, 1973 and assigned Recordation Number 6965.

The enclosed document is executed by:

Mercantile-Safe Deposit and Trust Company, Trustee
2 Hopkins Plaza
Baltimore, Maryland 21203

All the railroad equipment subject to the Equipment Trust Agreement dated as of March 15, 1973 is covered by the enclosed document.

Also enclosed is a check in the amount of \$13 payable to the order of the Interstate Commerce Commission covering the required recordation fee.

C.T. Kappler
C. Dwyer

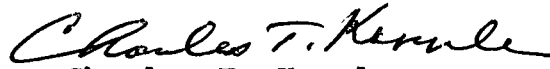
Ms. Noreta R. McGee
Secretary
Interstate Commerce Commission
April 27, 1988
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Kindly return three stamped copies of the enclosed document to Charles T. Kappler, Esq., Alvord and Alvord, 918 Sixteenth Street, N.W., Washington, D.C. 20006

A short summary of the enclosed secondary document to appear in the Commission's Index is:

Satisfaction and Discharge of Equipment Trust Agreement dated April 18, 1988 executed by Mercantile-Safe Deposit and Trust Company, Trustee, covering all the railroad equipment subject to the Equipment Trust Agreement dated as of March 15, 1973.

Very truly yours,


Charles T. Kappler

Enclosures

RECORDATION NO. *6965-14*

FILE NO. *44*

APR 27 1988 - 1 *55* PM

INTERSTATE COMMERCE COMMISSION

SATISFACTION AND DISCHARGE

OF

EQUIPMENT TRUST AGREEMENT

DATED AS OF MARCH 15, 1973

BETWEEN

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, TRUSTEE

AND

ACF INDUSTRIES, INCORPORATED

WHEREAS, all amounts due under the Trust Certificates issued under a certain Equipment Trust Agreement dated as of March 15, 1973, as supplemented and amended by certain Supplemental Equipment Trust Agreements (the "Equipment Trust Agreement"), made by and between MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY (the "Trustee") and ACF INDUSTRIES, INCORPORATED (the "Company") have been duly paid by the Company pursuant to the terms thereof;

WHEREAS, the Equipment Trust Agreement was recorded with the Interstate Commerce Commission under 49 U.S.C. Section 11303, having been assigned Recordation No. 6965; and

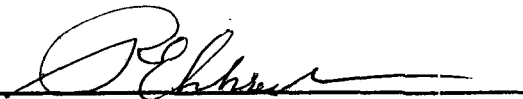
WHEREAS, the Company has performed all its other obligations under the Equipment Trust Agreement, and has accordingly requested the Trustee to execute and deliver this instrument;

NOW THEREFORE, Mercantile-Safe Deposit and Trust Company, as Trustee under the Equipment Trust Agreement, does hereby DECLARE AND CERTIFY that the Trust Certificates issued pursuant thereto have been SATISFIED AND DISCHARGED; and the Trustee does hereby release and transfer to the Company, its successors and assigns, all its title and property in and to the railroad equipment held by it as Trustee pursuant to the Equipment Trust Agreement, free of all liens and encumbrances created or retained thereby.

IN WITNESS WHEREOF, MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY, as Trustee under the Equipment Trust Agreement, has caused this instrument to be executed in its name by one of its officers thereunto duly authorized and its corporate seal to be hereunto affixed and attested by one of its Corporate Trust Officers, this 18th day of April , 1988.

MERCANTILE-SAFE DEPOSIT AND TRUST COMPANY,
Trustee

By



Vice President

(Corporate Seal)

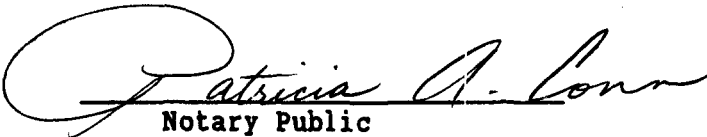
Attest:



Corporate Trust Officer

STATE OF MARYLAND)
) ss:
CITY OF BALTIMORE)

On the 18th day of April, 1988, before me personally
came R. E. Schreiber, to me known, who, being by
me duly sworn, did depose and say that he ~~was~~ is
Vice President of MERCANTILE-SAFE DEPOSIT AND
TRUST COMPANY, the corporation described in and which executed the
foregoing instrument and knows the seal of said corporation; that
the seal on the foregoing instrument is such seal and that it was
affixed by order of the Board of Directors of said corporation; and
that he or she signed his ~~name~~ name thereto by like order.


Notary Public

My commission expires:

7-1-90